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CHARTER

AND

BY-LAWS

OF

THE STUYVESANT INSTITUTE

OF THE

CITY OF NEW YORK.

J. NARINE, PRINTER,
11 WALL STREET, NEW YORK.

1837.

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AN ACT

TO INCORPORATE

THE STUYVESANT INSTITUTE

OF THE

CITY OF NEW YORK.

PASSED MAY 25, 1836.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

SECTION 1.—SAMUEL WARD, SAMUEL B. RUGGLES, PHILETUS H. WOODRUFF, WILLIAM TURELL, STEPHEN ALLEN, ISAAC GREEN PEARSON, JOHN R. TOWNSEND, WILLIAM KENT, JOHN W. FRANCIS, WILLIAM B. LAWRENCE, JOHN C. BRANT, SAUL ALLEY, JOHN J. BAILEY, PETER G. STUYVESANT, RUSSELL H. NEVINS, VERDINE ELLSWORTH, ROBERT G. RANKIN, and all persons who now are or hereafter may become associated with them, are hereby constituted a body, corporated by the name of "THE STUYVESANT INSTITUTE OF THE CITY OF NEW YORK," for the diffusion of useful knowledge, by popular Lectures, the establishment of a Library, a Museum or cabinet of natural history, and a Reading Room; and by such other means as the Board of Directors may judge expedient; and by that name and style shall be capable of taking and holding real estate, the value whereof when first acquired by such corporation, independent of buildings thereon, shall not exceed fifty thousand dollars; and also any books, maps, medals, or other personal chattels that may be necessary to carry into effect the purposes of their Association, and the same at their pleasure to demise, grant, alien and sell.

SEC. 2.—The property and effects of the said corporation shall be divided into two thousand shares of fifty dollars each; subscriptions to which shall be received by the Board

of Directors hereafter named, and shall be deemed personal property, and be assignable in such mode as the by-laws of such corporation shall direct.

SEC. 3.—The management and disposition of the affairs and property of the said corporation shall be vested in a Board of seventeen Directors, to be elected annually, on the second Monday in May, in each year, by the shareholders, each share having one vote, and a majority of such directors shall constitute a quorum for the transaction of business.

SEC. 4.—The seventeen persons named in the first section of this act shall be the first Directors of such corporation, and shall hold their offices until the next annual election, or until others shall be elected in their places.

SEC. 5.—The said corporation shall possess the general powers* granted and be subjected to the liabilities imposed in and by the third title of the eighteenth chapter of the first part of the Revised Statutes.

SEC. 6.—The Legislature may at any time alter, modify or repeal this act.

SEC. 7.—This act shall take effect immediately after the passage thereof.

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*NOTE.—Among the powers granted are the following:—

SECTION 1.—Every corporation, as such, has power

First.—To have succession by its corporate name for the period limited in its charter: and when no period is limited, perpetually.

Second.—To sue and be sued, complain and defend, in any court of law or equity.

Third.—To make and use a common seal, and alter the same at pleasure.

Fourth.—To hold, purchase, and convey such real and personal estate, as the purposes of the corporation shall require, not exceeding the amount limited in its charter.

Fifth.—To appoint such subordinate officers and agents, as the business of the corporation shall require, and to allow them a suitable compensation.

Sixth.—To make by-laws, not inconsistent with any existing law, for the management of its property, the regulation of its affairs, and for the transfer of its stock.

BY-LAWS

OF

THE STUYVESANT INSTITUTE

OF THE

CITY OF NEW YORK.

ARTICLE I.

Officers.

The officers of this society shall be a President, one Vice President, Secretary, and Treasurer, who shall be elected at the first meeting of the Board, to be held after the annual election of Directors.

ARTICLE II.

Elections.

The Board of Directors, shall at a meeting to be held by them prior to the annual election of Directors by the Stockholders, appoint three persons Stockholders to be inspectors of the election, who or any two of them, shall preside at such election and perform the duties imposed by law upon inspectors of elections. The annual election of Directors by the Stockholders, shall be held on the third Monday of May in each year, at 7 o'clock in the evening of that day, at such place as the inspectors shall designate.

ARTICLE III.

Duties of Officers.

SECTION 1.—The President for the time being or in his absence, the Vice President or in the absence of both, one of the board to be nominated and chosen as President pro-tempore, shall preside at all meetings of the Board, nominate

and appoint all committees, except when otherwise ordered, and shall call extra meetings of the Board as often as he may think expedient or be requested so to do in writing, by any three Directors.

SEC. 2.—It shall be the duty of the Secretary to issue under the direction of the President, notices for all meetings of the Board, to keep a correct minute of all business transacted at such meetings, to read and file all reports and other documents laid before the Board, and shall keep in his possession all evidences of property, and also the corporate seal.

SEC. 3.—It shall be the duty of the Treasurer to superintend the collection, and receive all the general funds of the Institution and disburse such portion of the same as may be required; also to report delinquencies in the payment of dues by subscribers, and any changes that may occur among the same by additions or withdrawals, and annually to lay before the Board a general account current.

ARTICLE IV.

Executive Committee.

There shall be appointed from the Board at its first regular meeting after the annual election of Directors, an Executive Committee to consist of three persons.

It shall be the duty of the Executive Committee to take the general charge and supervision of the property and affairs of the Institution during the recesses of the Board; they shall meet regularly twice in each month, and keep regular minutes of all their proceedings, and shall lay the same before the Board whenever requested so to do.

ARTICLE V.

Transfers of Stock.

Certificates for Stock shall be signed by the President and countersigned by the Secretary. Transfers of stock shall be valid when made in the transfer book of the company only, and no transfer of stock shall be made unless upon surrender of the certificate of stock issued for such transfer, if any such there be. All transfers must be made by prin-

cipal or by agent or attorney, duly authorized under seal. The transfer books may be closed for such time as the Board may judge expedient.

ARTICLE VI.

All committees, standing or special, shall present their reports in writing; all resolutions or motions, shall on request be reduced to writing.

ARTICLE VII.

No alteration or amendment of the by-laws can be made, except notice of the same be given at a meeting previous to the one at which the alteration or amendment is intended to be made.

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